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Policy Division International Bureau

# Before the FEDERAL COMMUNICATIONS COMMISSION Washington, DC 20554

DOCKET FILE COPY ORIGINAL

In the Matter of

Satamatics, Inc.

Petition Under Section 310 of the Communications Act of 1934, As Amended, for Declaratory Ruling

To: the International Bureau

Non-Streamlined ISP-PDR-20040715-00006 Satamatics, Inc.

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Federal Communication Commission Bureau / Office

#### PETITION FOR DECLARATORY RULING

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Office of the Secretary

Satamatics, Inc. ("Satamatics"), a Delaware Corporation, by this Petition, requests a declaratory ruling from the Commission that it is in the public interest for Satamatics to have indirect foreign ownership in excess of the 25% benchmark under Section 310(b)(4) of the Communications Act, 47 U.S.C. § 310(b)(4). Specifically, Satamatics believes that it would serve the public interest to permit up to 100% indirect foreign ownership of Satamatics by Satamatics Worldwide Limited ("Satamatics Worldwide"), a company incorporated under the laws of England and Wales, and its UK and Liechtensteiner shareholders.

Satamatics is a U.S. corporation that provides INMARSAT D+ services.

Inmarsat D+ service is a low cost, low data rate two-way short messaging and tracking system.

The system design enables very compact terminals to be built with an integral GPS receiver for applications such as asset tracking and SCADA. Satamatics is currently a wholly-owned subsidiary of Satamatics Holdings, Inc. ("SHI"), a Delaware corporation, which in turn is a

wholly-owned subsidiary of Richtec PLC, a company incorporated under the laws of England and Wales. This Petition is being filed pursuant to a stock purchase agreement whereby control of SHI, and its subsidiary, Satamatics, will be transferred from Richtec, PLC to Satamatics Worldwide. By this transfer, Satamatics Worldwide would obtain indirect control of the blanket satellite earth station license (call-sign E020074) held by Satamatics.<sup>1</sup>

On May 29, 2003, the Commission approved the indirect foreign ownership of Satamatics by Richtec PLC.<sup>2</sup> As part of the transfer of control of the blanket satellite earth station license held by Satamatics, this Petition is being submitted to approve the proposed indirect foreign ownership of Satamatics by Satamatics Worldwide. Specifically, Satamatics proposes the following corporate ownership structure: Satamatics will be wholly owned by SHI, a Delaware corporation. In turn, SHI will be wholly-owned by Satamatics Worldwide, a company incorporated under the laws of England and Wales. Satamatics Worldwide is owned by the following individuals, all of whom are citizens of the United Kingdom: Roy D. Cole, 13.12% ownership interest; David A. Lade, 12.25% ownership interest; Geoffrey Tucker, 7% ownership interest; and John Westover, 10.76% ownership interest. Canterbury Limited and Liverpool Limited, two privately held companies registered in St. Vincent and the Grenadines, each have a 28.43% ownership interest. Both Canterbury Limited and Liverpool Limited are wholly and ultimately controlled by Bryan Jeeves, an individual and citizen of Liechtenstein. At Attachment B. Satamatics has provided a showing as to the principal place of business of the companies mentioned above.

<sup>&</sup>lt;sup>1</sup> See Organizational Charts, at Attachment A.

<sup>&</sup>lt;sup>2</sup> See International Authorizations Granted, Report No. TEL-00673 (rel. May 29, 2003).

The Commission has indicated that there is a strong presumption that indirect foreign ownership of common carrier radio licensees by entities whose home markets are in countries that are members of the World Trade Organization ("WTO") serves the public interest.<sup>3</sup> The United Kingdom is a WTO-member country, as are Saint Vincent and the Grenadines, and Liechtenstein. Accordingly, the indirect ownership of Satamatics by the named companies and individuals, which will indirectly own a total of 100% of Satamatics, should not raise any competitive concerns with the Commission. Accordingly, Satamatics seeks a ruling that it is permitted to have a total of 100% indirect foreign ownership by Satamatics Worldwide and its shareholders. In addition, Satamatics seeks approval to have up to and including an additional, aggregate 25% percent indirect interest from other unnamed non-U.S. investors.

Satamatics understands that an additional waiver would be needed if investors from another country would cumulatively own greater than 25%.

<sup>&</sup>lt;sup>3</sup> See Rules and Policies on Foreign Participation in the U.S. Telecommunications Market, 12 FCC Rcd. 23891, 23913 (1997) ("We also adopt a rebuttable presumption that such competitive concerns are not raised by. . .indirect ownership by entities from WTO members of common carrier and aeronautical radio licensees under Section 310(b)(4) of the Act.").

### Respectfully submitted,

### SATAMATICS, INC.

Brian Hester

President and Chief Operating Officer

Satamatics, Inc.

P.O. Box 393

Buckeystown, MD 21717

Tel: (202) 728-6283

Alfred M. Mamlet

Lee C. Milstein

STEPTOE & JOHNSON LLP

1330 Connecticut Avenue, N.W.

Washington, D.C. 20036

Tel: (202) 429-3000

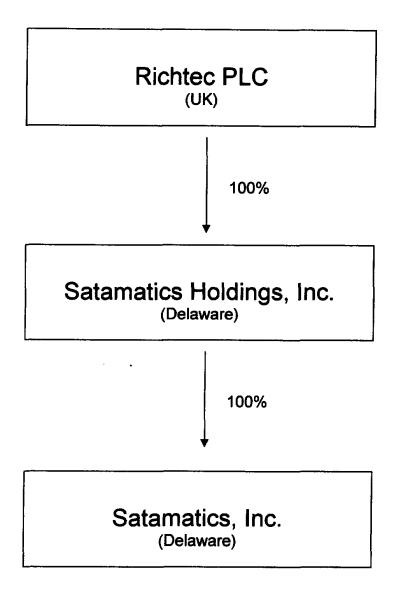
Fax: (202) 429-3902

Counsel to Satamatics, Inc.

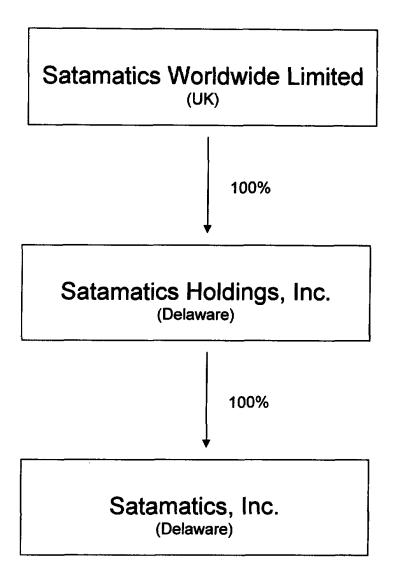
Dated: July 15, 2004

# ATTACHMENT A ORGANIZATIONAL CHARTS

### **Current Structure**



### **Proposed Structure**



#### ATTACHMENT B

### Principal Place of Business of Companies with a Direct and Indirect Interest in Satamatics, Inc.

For each of the following entities that have, or will have pending approval, a direct or indirect interest in Satamatics, the following information, in accordance with the Commission's prior precedent for determining the principal place of business,<sup>4</sup> is being provided about each company: (1) place of incorporation; (2) nationality of investment principals (those entities or individuals having a 10% or greater interest), officers and directors; (3) country in which the headquarters are located; (4) country in which the majority of tangible property is located; and (5) the country from which the company derives the greatest sales and revenues from its operations. As set forth in the information disclosed below, the principal place of business for each of the entities is either the U.S. or a country that is a member of the WTO, namely the United Kingdom, Saint Vincent and the Grenadines, and Liechtenstein.

### Satamatics Worldwide Limited

- 1. Satamatics Worldwide Limited is a company organized under the laws of England and Wales.
- 2. The following individuals, all citizens of the United Kingdom, will own a 10% or greater ownership interest in Satamatics Worldwide Limited: Roy D. Cole, 13.12%; David A. Lade, 12.25%; and John Westover, 10.76%. There are two entities owning a 10% or greater interest in Satamatics Worldwide Limited, Canterbury Limited and Liverpool Limited, both are passive investment firms registered in Saint Vincent and the Grenadines, and each owns a 28.43% ownership interest. Bryan Jeeves, a citizen of Liechtenstein is the sole shareholder of both Canterbury Limited and Liverpool Limited.

All of the officers and directors of Satamatics Worldwide are citizens of either the U.K or U.S.

3. The headquarters of Satamatics Worldwide Limited is located in the United Kingdom at:

Satamatics Worldwide Limited 6 Drakes Meadow, Penny Lane Swindon, England SN3 4UN, United Kingdom

<sup>&</sup>lt;sup>4</sup> DiGiPH PCS, Inc. and Eliska Wireless Ventures License Subsidiary I, L.L.C., Memorandum Opinion and Order, 15 FCC Rcd. 24501, 24506-07 (2000) (citing Global Crossing Ltd. and Frontier Corporation, Memorandum Opinion and Order, 14 FCC Rcd. 15911, 15918-19 (1999) and Rules and Policies on Foreign Participation in the U.S. Telecommunications Market, 12 FCC Rcd. 23891, 23941 (1997).

- 4. Satamatics Worldwide Limited is a holding company, holding no tangible property.
- 5. Satamatics Worldwide Limited is a holding company and as such, derives no sales or revenues.

### Satamatics Holdings, Inc.

- 1. SHI is a corporation incorporated under the laws of the state of Delaware in the United States.
- 2. SHI will be wholly-owned by Satamatics Worldwide. All of the officers and directors of SHI are currently U.S. or UK citizens, and will remain so when ownership transfers from Richtec PLC to Satamatics Worldwide.
- 3. SHI is a holding company and as such, it does not have a company headquarters. Its address in the United States is:

P.O. Box 393 Buckeystown, MD 21717

- 4. SHI is a holding company, holding no tangible property.
- 5. SHI is a holding company and as such, derives no sales or revenues.

Satamatics, Inc.



### INTERNATIONAL SECTION 214 APPLICATION FOR OFFICIAL USE ONLY

[Click here for INSTRUCTIONS.]



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Federal Communications Commission
Office of the Secretary

### APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu: Satamatics WW Ltd 214 Transfer App

satamatics w w Ltd 214 Transfer App							
1. Applicant							
Name:	Satamatics Worldwide Limit	ted Phone Number:	441684278622				
DBA Name:		Fax Number:	441684278611				
Street:	6 Drakes Meadow, Penny La	ine E-Mail:	peter@satamatics.com				
	Swindon						
City:		State:	i				
Country:	GBR	Zipcode:	_				
Attention:	Attention: Mr Peter Chisholm						
2. Contact							
Name:	A/M Altrod Minnalat	Phone Number:	2024293000				
Company:	Steptoe & Johnson LLP	Fax Number:	2024293902				
Street:	1330 Connecticut Ave, NW	E-Mail:	amamlet@steptoe.com				
City:	Washington	State:	DC				
Country:	USA	Zipcode:	20036 -1795				
Contact Title:	Counsel	Relationship:	Legal Counsel				
3. Place of Incorporation of Applicant England and Wales							
4. Other Company(ies) and Place(s) of Incorporation							
			•				
5. Service Type(s) (check all that apply)							
Global or Limited Global Facilities-Based Authority (Section 63.18(e)(1))							
Global or Limited Global Resale Authority (Section 63.18(e)(2))							

☐ Individual Facilities-Based Service (Section 63.18(e)(3)) ☐ Individual Switched Resale Service (Section 63.18(e)(3)) ☐ Individual Facilities-Based and Resale Service (Section 63.18(e)(3))				
□ Switched Services over Private Lines (ISR) (Section 63.16 and/or 63.18 (e)(3)) □ Inmarsat and Mobile Satellite Service (Section 63.18(e)(3)) □ Overseas Cable Construction (Section 63.18(e)(3)) □ Individual Non-Interconnected Private Line Resale Service (Section 63.18(e)(3)) □ Other (Section 63.18(e)(3))				
6a. Is a fee submitted with this application?  © If Yes, complete and attach FCC Form 159.				
If No, indicate reason for fee exemption (see 47 C.F.R.Section 1.1114).  C Governmental Entity C Noncommercial educational licensee  C Other(please explain):				
6b. Fee Classification CUT  7. Destination Country(ies) (e.g., "Country X", "All international points", "All international points except Country X and Country Y" or "Countries X, Y, and Z only".) All international points				
8. Caption (description of authority requested, e.g., Application for Authority to Provide International Facilities-Based and Resold Services to All International Points Except Country X)  Application for Authority to transfer control of 214 license to provide INMARSAT D+ services.				
9. Does the applicant request streamlined processing pursuant to 47 C.F.R. Section 63.12? If yes, include in Attachment 1 a statement of how the application qualifies for streamlined • Yes • No processing.				
10. If applying for authority to provide switched services over private lines pursuant to Section 63.16, provide the required showing in Attachment 1.				

### Applicant certifies that its responses to questions 11 through 17 are true:

11. If the applicant is a foreign carrier, or is affiliated (as defined in 47 C.F.R. Section 63.09(e)) with a foreign carrier, provide in Attachment 1 the information and certifications required by Section 63.18(i) through (m).				
12. Does the applicant seek authority to provide service to any destination described in paragraphs (1) through (4) of Section 63.18(j)? If yes, list those destinations in Attachment 1 as • Yes a response to question 12.				
13. Does the applicant seek authority to provide service to any destinations other than those listed in response to question 12 where it has an affiliation with a foreign carrier? If yes, list those destinations in Attachment 1 as a response to question 13.				
14. [Section 63.18(h)] In Attachment 2, provide the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders, and identify any interlocking directorates.				
15. In Attachment 1, respond to paragraphs (d), (e)(3) and (g) of Section 63.18.				
16. By checking Yes, the undersigned certifies that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.				
17. By checking Yes, the applicant certifies that it has not agreed to accept special concessions O No directly or indirectly from a foreign carrier with respect to any U.S. international route where				

the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future.

#### CERTIFICATION

18. Typed Name of Person Signing Peter Chisholm	· Iš	9. Title of Person Signing Director			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).					
20. 1:	2:	3:			

### FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

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Remember - You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0686.

THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104-13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.



## Before the FEDERAL COMMUNICATIONS COMMISSION Washington, DC 20554

In the Matter of	)
Satamatics, Inc.	) File No
Application Under Section 214 of the Communications Act of 1934, As Amended, for Transfer of Control	

To: the International Bureau

### APPLICATION FOR TRANSFER OF CONTROL OF INTERNATIONAL AND DOMESTIC SECTION 214 AUTHORITY

Pursuant to Section 214 of the Communications Act of 1934 as amended, 47

U.S.C. § 214, and Commission Rule 63.24, 47 C.F.R. § 63.24, Satamatics Worldwide Limited

("Satamatics Worldwide") and Richtec PLC (collectively "Applicants") hereby request approval

for Richtec PLC to transfer its direct control of Satamatics Holdings, Inc. ("SHI") and its indirect

control of Section 214 licensee Satamatics, Inc. ("Satamatics") to Satamatics Worldwide. As

explained in detail below, control over Satamatics will continue to be held by SHI after

completion of the proposed transaction. Part I of this application describes the means by which
the proposed transfer of control will take place and demonstrates that grant of this application

will be in the public interest. Part II provides the information required by 47 C.F.R. § 63.18.

Part III provides the information required for requests to transfer domestic Section 214 authority
in accordance with 47 C.F.R. § 63.04(b). The applicable fees according to the FCC's fee

schedule, Fee Code CUT, accompany this application.

### I. DESCRIPTION OF THE TRANSACTION AND PUBLIC INTEREST STATEMENT

Satamatics holds both domestic and international Section 214 authority to provide INMARSAT D+ services.<sup>1</sup> INMARSAT D+ service is a low cost, low data rate two-way short messaging and tracking system. The system design enables very compact terminals to be built with an integral GPS receiver for applications such as asset tracking and SCADA. Currently, Satamatics (a Delaware corporation) is wholly-owned by SHI (a Delaware corporation). In turn, SHI is wholly-owned by Richtec PLC (a UK Corporation). A chart depicting the current corporate structure is appended hereto as Attachment 1.

#### A. Description of the Transaction

Richtec PLC proposes to transfer control of SHI and the FCC authorizations held by its subsidiary, Satamatics, by selling its interest in SHI to Satamatics Worldwide. Richtec PLC and Satamatics Worldwide have entered into a stock purchase agreement that will be consummated following FCC approval of this application. Following FCC approval, Richtec PLC's interest in SHI will be reduced from 100% to zero. SHI will continue to be a U.S. corporation, but will be wholly-owned by Satamatics Worldwide. A chart depicting the proposed corporate structure is appended hereto as Attachment 2.

#### B. Public Interest Statement

The proposed transaction is in the public interest. Richtec PLC's proposed transfer of control will have little impact on the day-to-day operations of SHI and Satamatics, which will continue to provide the telecommunications services that it presently provides under its FCC authorizations. Moreover, the transfer of control will serve the public interest by

<sup>&</sup>lt;sup>1</sup> See 47 C.F.R. § 63.01(a); File No. ITC-214-20020228-00160 (International 214 authorization for Richtec, Inc.); Notification of Pro Forma Assignment of Licenses, May 11, 2004 (assigning International 214 authorization from Richtec Incorporated to Satamatics).

producing efficiencies in the business and financial operations of the corporate structure above the licensee.

#### C. Pending Applications

To the extent that any pending applications, or any other applications for new facilities or for renewal or modification of existing facilities, are granted prior to the closing of this transaction, the Applicants request a determination by the Commission that the grant of this application includes authority for Satamatics Worldwide to acquire control of any subsequently granted authorizations.

#### II. SECTION 63.18 INFORMATION

Pursuant to Section 63.24(e)(2) of the Commission's Rules, 47 C.F.R. § 63.24(e)(2), the following information is provided to the Commission:

#### A. Information Regarding Transferor and Transferee

#### 1. Information for Transferor Richtec PLC:

(a) Name, address and telephone number:

Richtec PLC 3 Well Lane Clare, Suffolk CO10 8NH, United Kingdom +44 (0)1684 278700

(b) Richtec PLC is a corporation organized under the laws of England and Wales.

### (c) Contact Information:

Officer Contact:
Roy D. Cole
Chairman
Richtec PLC
3 Well Lane
Clare, Suffolk
CO10 8NH, United Kingdom
+44 1531 632242

Legal Counsel:
Alfred M. Mamlet
Steptoe & Johnson LLP
1330 Connecticut Avenue, NW
Washington, DC 20036
(202) 429-3000

(d) Richtec PLC has not previously received Section 214 authority from the Commission (and is not requesting such authority here).

#### 2. Information for Transferee Satamatics Worldwide Limited:

(a) Name, address and telephone number:

Satamatics Worldwide Limited 6 Drakes Meadow, Penny Lane Swindon, England SN3 4UN, United Kingdom +44 (0)1684 278622

- (b) Satamatics Worldwide is a corporation organized under the laws of England and Wales
- (c) Contact Information

Officer Contact:
Peter Chisholm
Director
Satamatics Worldwide Limited
6 Drakes Meadow, Penny Lane
Swindon, England
SN3 4UN, United Kingdom
+44 (0)1684 278622

Legal Counsel:
Alfred M. Mamlet
Steptoe & Johnson LLP
1330 Connecticut Avenue, NW
Washington, DC 20036
(202) 429-3000

(d) Satamatics Worldwide has not previously received Section 214 authority from the Commission (and is not requesting such authority here).

### B. Additional Information Regarding Transferee

Pursuant to Section 63.24(e)(2) of the Commission's Rules, the following information is provided to the Commission concerning only transferee Satamatics Worldwide:

(h)<sup>2</sup> Ownership Information

Upon approval of this application, Satamatics Worldwide will be held by the following individuals, all citizens of the United Kingdom:

Roy D. Cole, 13%; Satamatics Worldwide Limited 6 Drakes Meadow, Penny Lane Swindon, England SN3 4UN, United Kingdom +44 (0)1684 278622

David A. Lade, 12%; Satamatics Worldwide Limited 6 Drakes Meadow, Penny Lane Swindon, England SN3 4UN, United Kingdom +44 (0)1684 278622

John Westover, 11%.
Satamatics Worldwide Limited
6 Drakes Meadow, Penny Lane
Swindon, England
SN3 4UN, United Kingdom
+44 (0)1684 278622

<sup>&</sup>lt;sup>2</sup> The headings in this subsection correspond to the relevant headings in Commission Rule 63.18. See 47 C.F.R. § 63.18.

There are two entities owning a 10% or greater interest in Satamatics Worldwide, Canterbury Limited and Liverpool Limited. Both are investment firms registered in Saint Vincent and the Grenadines, and each owns a 28% ownership interest in Satamatics Worldwide. Bryan Jeeves, a citizen of Liechtenstein, is the sole shareholder of both Canterbury Limited and Liverpool Limited.

Canterbury Limited
112 Bonadie Street
Kingstown, St.Vincent and the Grenadines, W.I.
Principal place of business: St.Vincent and the Grenadines

Liverpool Limited
112 Bonadie Street
Kingstown, St.Vincent and the Grenadines, W.I.
Principal place of business: St.Vincent and the Grenadines

At this time, there are no other 10% or greater shareholders in Satamatics Worldwide.

Satamatics Worldwide has no interlocking directorates with any foreign carriers.

- (i) Satamatics Worldwide certifies, by signature to this application, that it is affiliated with Satamatics Limited, a U.K. company that is based in the U.K. and provides INMARSAT D+ services there to distributors, value added resellers and application service providers. Specifically, Satamatics Limited is 100% owned by Satamatics Worldwide. Arguably, Satamatics Limited may be considered a foreign carrier under the Commission's Rules.
- (j) Other than the carrier and country identified in section (i) above,

  Satamatics Worldwide certifies, by signature to this application, that it does not seek to provide
  international telecommunications services to any destination where: (1) Satamatics Worldwide is
  a foreign carrier; or (2) Satamatics Worldwide controls a foreign carrier; or (3) any entity that

owns 25% or more of Satamatics Worldwide controls a foreign carrier; or (4) two or more parties own, in the aggregate, more than 25% of Satamatics Worldwide and are parties to, or the beneficiaries of, a contractual relationship that affects the provision or marketing of international basic telecommunications in the United States.

- (k) The United Kingdom is a WTO member and Satamatics Ltd. -- the affiliate of applicant Satamatics Worldwide -- lacks market power in the United Kingdom..
  - (l) Not applicable.
- (m) Satamatics Worldwide is not affiliated with any foreign carrier with sufficient market power to affect adversely competition in the U.S. market, as its affiliate controls far less than 50 percent of the local access and international transport markets.

  Accordingly, Satamatics Worldwide (and licensee Satamatics Inc.) is entitled, under Section 63.10(a)(3), 47 C.F.R. § 63.10(a)(3), to non-dominant status on all routes.
- (n) Satamatics Worldwide certifies, by signature to this application, that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Satamatics Worldwide certifies, by signature to this application, that it is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a).
- (p) Satamatics Worldwide respectfully requests streamlined processing of this application pursuant to Section 63.12 of the Commission's Rules, 47 C.F.R. § 63.12. Although Satamatics Worldwide is affiliated with a foreign carrier in the destination market of the United Kingdom, this application qualifies for streamlined processing for the following reasons: (1)

Satamatics Worldwide qualifies for a presumption of non-dominance under 47 C.F.R. § 63.10(a)(3) because its foreign affiliate has less than a 50 percent share of the local access and international transport market in the destination markets, see 47 C.F.R. § 63.12 (c)(1); and (2) Satamatics Worldwide is not affiliated with any dominant U.S. carrier whose international switched or private lines services they seek to resell, see 47 C.F.R. § 63.12 (c)(2); and (3) this application does not seek authority to provide switched service over private lines to countries not previously authorized for service by the Commission, see 47 C.F.R. § 63.12(c)(3).

### III. SECTION 63.04(b) INFORMATION

Pursuant to Section 63.04(b) of the Commission's Rules, the following information is provided to the Commission:

- (a) Description of the transaction: See Part I, supra.
- (b) Satamatics, an indirect subsidiary of the transferor, Richtec PLC, and of the transferee, Satamatics Worldwide, provides INMARSAT D+ services where the origination and termination may both be in the U.S. This is the only extent to which the transferor, transferee or any of their subsidiaries or affiliates provide any domestic telecommunications services.
- (c) This application should be accorded presumptive streamlined treatment under Commission Rule 63.03(b)(2)(i). See 47 C.F.R. § 63.03(b)(2)(i). Satamatics Worldwide will have a market share in the interstate, interexchange market of less than 10 percent, and provides no competitive telephone exchange services of any kind, and is not dominant with respect to any service. As such this application is eligible for streamlined status.
- (d) In connection with this transaction, the Applicants have submitted an application for transfer of control of the International Section 214 and Title III authorization held by

Satamatics, the licensee affected by the proposed transaction. A Petition for Declaratory Ruling with respect to Satamatics's proposed indirect foreign ownership has also been submitted.

- (e) Applicants do not seek special consideration due to any imminent business failure of any party.
  - (f) No separately filed waivers are being sought in conjunction with this application.
- (g) See Part I, supra for a discussion of how the proposed transaction will serve the public interest. The proposed transaction will have no adverse effect on competition in domestic markets, as the status of the licensee's controlling entity will not change -- specifically, Satamatics will not be controlled by an entity that also provides domestic telecommunications services.

Accordingly, Richtec PLC and Satamatics Worldwide respectfully request that the Commission promptly approve Richtec PLC's transfer of control to Satamatics Worldwide of SHI and its indirect control of Satamatics.

Dated: July 15, 2004

Respectfully submitted, RICHTEC PLC

By:

Royston D. Cole
Title:

STEPTOE & JOHNSON LLP 1330 Connecticut Avenue, N.W. Washington, D.C. 20036

Tel: (202) 429-3000 Fax: (202) 429-3902

Counsel to Richtec PLC

Alfred M. Mamlet

Lee C. Milstein

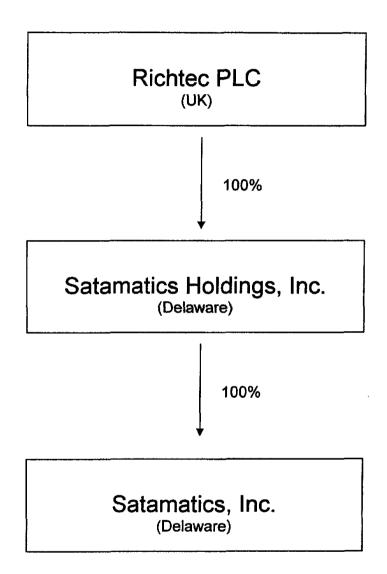
SATAMATICS WORLDWIDE LIMITED

Peter Chisholm

-Pitle: DiRECTOR

### ATTACHMENT 1 ORGANIZATIONAL CHARTS

### **Current Structure**



# ATTACHMENT 2 ORGANIZATIONAL CHARTS

### **Proposed Structure**

